

**OVERSIGHT BOARD OF THE FORMER
COMMUNITY REDEVELOPMENT AGENCY
OF THE CITY OF COMPTON**

STAFF REPORT

DATE: **AUGUST 15, 2012**

TO: **THE HONORABLE CHAIR AND BOARD MEMBERS**

FROM: **EXECUTIVE DIRECTOR**

**SUBJECT: A RETAINER AGREEMENT WITH STUTZ ARTIANO SHINOFF &
HOLTZ FOR LEGAL COUNSEL SERVICES TO THE COMPTON
OVERSIGHT BOARD**

BACKGROUND:

Per the Oversight Board Meeting held on May 10, 2012, the Board appointed an Ad-Hoc Committee comprised of Ms. Deborah Willard and Mr. Jose Martinez. Due to the retirement of Ms. Willard, Ms. Jesenia Sanchez was substituted into the Ad-hoc committee. On July 18, 2012, the committee presented a recommendation to the Oversight Board authorizing the Successor Agency staff to issue an RFP/Q for Legal Services for the Board.

DISCUSSION:

On July 23, 2012, Successor agency staff issued the RFP/Q to ten (10) law firms that were identified by the Ad-hoc. On August 7, 2012, the Agency received two (2) proposals for legal counsel for the Board. The firms that submitted proposal were: Lagerlof, Senecal, Gosney & Kruse, LLP and the law firm of Stutz, Artiano, Shinoff & Holtz.

The Ad-hoc committee and Successor Agency staff have reviewed the proposals of both firms and determined that the firm of Stutz, Artiano, Shinoff & Holtz has the most experience in the field of Redevelopment, Land Use/Environmental and Affordable Housing law.

In particular, the firm has extensive experience with local governments, such as San Diego, Murrieta, Calabasas, Del Mar, La Habra Heights, Victor Valley District and others. Additionally, the firm's executive team currently serves in the capacity of Legal Counsel for the Oversight Board in the City of Desert Hot Springs and as Successor Agency counsel in the City of Murrieta.

For the reasons stated above, staff believes that the firm of Stutz, Artiano, Shinoff & Holtz is best suited to act as the Legal Counsel for the Compton Oversight Board. However, if the Oversight Board at any time is not satisfied with the services of this firm, they can provide Stutz, Artiano, Shinoff & Holtz with a written notice of your intent to terminate their agreement and direct Successor Agency staff to issue a new RFP/Q for legal services for the Board.

FISCAL IMPACT:

The approval of these funds will have no impact on the City of Compton's General Fund. The Successor Agency has funds available within its ROPS 2 budget. These funds will be allocated to these legal services through an amendment of ROPS 2.

Upon completion of the amendment, the Successor Agency's funds will be available in account number 1201-91-0000-4269 in the amount of \$50,000.

RECOMMENDATION:

Staff recommends that the Oversight Board approve a Retainer Agreement with the law firm of Stutz, Artiano, Shinoff & Holtz in the amount of \$50,000, to perform legal services for the Oversight Board and staff.

Note: That the above actions of the Oversight Board shall not become effective for three business days, pending any request for review by the DOF. If DOF requests review of the above Board actions, it will have 10 days from the date of its request to approve the Oversight Board action or return it to the Oversight Board for reconsideration and the action, if you subject to review by DOF, will not be effective until approved by DOF.

**G. HAROLD DUFFEY
EXECUTIVE DIRECTOR**

GHD:KSB:mla

Stutz Artiano
Shinoff & Holtz

Celebrating 30 Years

RESPONSE TO REQUEST FOR PROPOSALS
AND QUALIFICATIONS FOR LEGAL COUNSEL
FOR THE OVERSIGHT BOARD FOR THE CITY
OF COMPTON SUCCESSOR AGENCY TO THE
FORMER COMMUNITY REDEVELOPMENT
AGENCY

August 7, 2012

Submitted by: Leslie E. Devaney and Barry J. Schultz

Stutz Artiano Shinoff and Holtz, APC
2488 Historic Decatur Road, Suite 200
San Diego, CA 92106

Telephone: (619) 232-3122
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bschultz@stutzartiano.com

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Stutz Artiano
Shinoff & Holtz

Celebrating 30 Years

SECTION 2
DESCRIPTION OF LAW FIRM / LETTER OF INTEREST

2488 Historic Decatur Road
Suite 200
San Diego, CA 92106
(619) 232-3122
Fax (619) 232-3264
www.stutzartiano.com



Leslie E. Devaney
ldevaney@stutzartiano.com

August 7, 2012

VIA HAND DELIVERY & E-MAIL

City of Compton Successor Agency
Attention: Dr. Kofi Sefa-Boakye
205 S. Willowbrook Avenue
Compton, CA 90220-3134

RE: Response to City of Compton Oversight Board Request for Proposals

Dear Dr. Sefa-Boakye:

On behalf of Stutz Artiano Shinoff & Holtz I am extremely pleased to submit the firm's proposal to provide legal services to the City of Compton Oversight Board.

A. Breath of Services Offered

Stutz Artiano Shinoff & Holtz was founded in 1982. The firm specializes in the representation of public entities, including municipalities, school and college districts, fire protection districts, and law enforcement agencies, as well as the representation of major insurance companies, manufacturers, contractors, and developers. The firm employs 42 attorneys and a total staff of 76. We have offices in Temecula, San Diego, Orange County, Los Angeles and Las Vegas.

Our firm has established a reputation for excellence in serving as legal counsel for public entities. This reputation is based on extensive experience in, and knowledge of, the applicable laws and special requirements for these entities including the Brown Act, the Tort Claims Act, the Public Records Act, FPPC/Election Issues, Conflict of Interest laws, and the Government Code immunities. Additionally, the firm has an extensive history of serving as litigation, trial, arbitration and appellate counsel to our public entity clients. With the establishment of our municipal public entity and real property teams in 2005 by veteran attorneys from the San Diego City Attorney's Office, we now have experience in all aspects of general municipal advisory support, including legislative drafting, public contracting, land development, redevelopment and affordable housing.

We take pride in the high quality of our client service. We have had a continuous relationship of over ten years with most of our clients. We maintain close professional relationships with our clients and believe mutual collaboration is essential to building effective

Dr. Kofi Sefa-Boakye
City of Compton
August 7, 2012

legal representation. We begin with a thorough understanding of our client's position, goals, and challenges. We believe that the client is the best judge of its own needs, and should maintain ultimate control over decisions. It is our job to provide guidance and consultation based on our legal experience, advise the client about alternatives, help the client to determine the direction in which it wishes to proceed and then to support the client to accomplish its desired result.

Our goal is to be sensitive to the economic constraints imposed upon public entities without reducing the quality of legal representation. This is particular relevant with respect to the Oversight Board representation. We understand the unique nature of the Oversight Board and are sensitive to budget constraints involved. Our proposed fees are described in Section 3 of this response.

B. Ability, Capacity and Skill / Proposed Legal Counsel

We are proposing Barry J. Schultz, Senior Counsel and the head of the firm's property and land use team, as lead counsel to provide legal counsel services to the Compton Oversight Board. In addition, as support attorneys on an as needed basis, we are proposing Robert Mahlowitz, who has 20 years of legal experience advising public entities on public law matters and land use and environmental matters and Christina M. Cameron, who in addition to her legal experience, has more than 19 years experience as a policy advisor to various City of San Diego elected officials. Attached are their individual resumes for your review.

Mr. Schultz is uniquely qualified and brings 25 years of combined legal, planning and community development experience to his law practice. He has extensive experience with California Redevelopment Law and has advised redevelopment agencies on redevelopment law issues relating to property acquisition and disposition, public improvement financing, eminent domain, financing of affordable housing and redevelopment compliance issues. In addition to his redevelopment experience, he is well versed in all aspect of the real estate process including property acquisition/disposition, financing, land use entitlements and construction.

He currently advises the City of Murrieta, as Successor Agency to the Murrieta Redevelopment Agency, and the Southeastern Economic Development Corporation on AB 26 compliance and implementation issues. Recently, he was selected as legal counsel to advise the Oversight Board for the City of Desert Hot Springs. He is well versed with the provisions of AB 26 and the recently adopted AB 1484, including Oversight Board responsibilities and obligations. He has advised the City of Murrieta during the Redevelopment Agency's dissolution process and assisted the City with the establishment of its Oversight Board. He has advised the Murrieta Successor Agency in the preparation of its EOPS/ROPS, negotiations with the Department of Finance in the interpretation of enforceable obligations, and its relationship with its Oversight Board. He is intimately involved with the ever evolving AB 26 implementation issues including the use of bond proceeds, property transfers, relationships between successor agency, oversight boards and the Department of Finance, and potential conflict issues.

Dr. Kofi Sefa-Boakye
City of Compton
August 7, 2012

In addition to his redevelopment experience, he currently serves as Assistant City Attorney to the Cities of Del Mar and Murrieta and as Deputy General Counsel to the Southeastern Economic Development Corporation. In this capacity he provides legal counsel and advice on matters involving the Public Records Act, Brown Act, conflicts of interest, public contracts, real estate and planning/land use matters. He has also served as General Counsel to the San Diego Housing Commission's non-profit development corporation and advised the board and staff on Brown Act and Public Records Act compliance, as well as, on general corporate, real estate and housing matters.

Robert Mahlowitz is a member of the firm's public entity team and has served as contract assistant attorney for cities such as Calabasas, La Habra Heights, Alameda, and Lathrop. He currently serves as Deputy City Attorney for the cities of Murrieta and Del Mar. He has extensive experience in advising public entities on Brown Act, Public Records Act, public contracting and other public law matters.

Ms. Cameron is also a member of the firm's public entity and property, land use and environmental teams. She regularly advises public entities on governmental ethics, Public Records Act and Brown Act compliance. Prior to joining Stutz Artiano, Ms. Cameron spent more than 19 years as a policy advisor to various City of San Diego elected officials. Ms. Cameron has advised elected officials on the promulgation of regulations related to elections and ballot propositions, open meetings requirements, governmental ethics, major land code updates and project approvals, and implementation of numerous bond-financed municipal infrastructure projects.

C. Capacity to Service Contract

Mr. Schultz serves as Assistant City Attorney to the City of Murrieta and the City of Del Mar. He also serves as legal counsel to the Desert Hot Springs Oversight Board. We do not anticipate that these client commitments will interfere with his ability to serve as legal counsel to the Compton Oversight Board. In the rare event he is unavailable, Robert Mahlowitz or Christine Cameron are available as backup.

Approach to Providing Legal Services

Our firm utilizes a client-specific approach to providing legal services to our public entity clients. This means we do not use a "generic" program but tailor our legal services to the needs of our client. In this case, our legal services will be those set forth in the Scope of Services in Section 4 of the RFP.

We propose that the preparation of matters for the Oversight Board Agendas be coordinated through a designated single point of contact for the Oversight Board. In addition, a staff person for the Oversight Board should be designated and authorized to provide any legal assignments to be conducted outside of Oversight Board Agenda matters. Any such assignments

Stutz Artiano Shinoff & Holtz
A Professional Corporation

Dr. Kofi Sefa-Boakye
City of Compton
August 7, 2012

will be confirmed in writing and due dates established. All legal requests are individually tracked and monthly reports may be provided if requested.

Our goal is to provide quality legal representation in a cost efficient matter. Establishing good communication lines with the Oversight Board, Successor Agency staff and the City Attorney will be essential to insuring that the Oversight Board is provided the necessary legal representation to enable them to carry out their responsibilities.

Thank you for considering our proposal and we look forward to the opportunity to meet you personally.

Very truly yours,

STUTZ ARTIANO SHINOFF & HOLTZ
A Professional Corporation

A handwritten signature in cursive script, appearing to read "Leslie E. Devaney".

Leslie E. Devaney

**Stutz Artiano
Shinoff & Holtz**

Celebrating 30 Years

BARRY J. SCHULTZ

Senior Counsel, Employed since 2009

California State Bar No. 118578, Admitted 1985

Education

Western State School of Law, Juris Doctorate, 1984

San Diego State Univ., B.A., Sociology and minor in Public Administration, 1977

Specialization

Municipal law, real estate, land use, affordable housing and redevelopment



Barry J. Schultz brings 25 years of combined legal, planning and community development experience to his law practice. His practice focuses on real estate/land use, redevelopment, affordable housing and sustainable development. He has over 15 years of experience in representing clients in obtaining land use entitlements, negotiating agreements with redevelopment agencies, affordable housing and in obtaining public financing involving various local, state and federal funds. Additionally, he has provided strategic counseling to clients on regulatory matters involving inclusionary housing, density bonuses, and other housing related ordinances and regulations.

Legal Training/Experience

Senior Counsel, Stutz Artiano Shinoff & Holtz, APC (2009 - Present)

- Assistant City Attorney – City of Murrieta (2009 – Present). Advises the City of Murrieta and all departments on Brown Act compliance, government ethics, contract matters, public policy, public finance, real estate transactions, redevelopment, housing and planning and land use law
- Assistant City Attorney – City of Del Mar (2009 – Present). Advises the City of Del Mar and all departments on Brown Act compliance, government ethics, contract matters, public policy, public finance, real estate transactions and planning/land use law
- Deputy General Counsel – Southeastern Economic Development Corporation (2009 – present) Advises SEDC board and staff on general corporate matters including Brown Act, Public Records and conflict of interest compliance.

Chief Executive Officer, San Diego Capital Collaborative (2003 – 2009)

- Advisor to the San Diego Smart Growth Fund, a \$90 million real estate equity fund targeting workforce and mixed use projects in San Diego's urban communities
- Responsible for the development and implementation of the Fund's socially responsible investment strategy for the promotion of public and private capital investment in San Diego's urban communities

Shareholder, Sullivan, Wertz, McDade and Wallace (1988 – 2003)

- Advised non-profit and private clients on real estate, land use and government relations matters. Provided legal and strategic counseling on public/private partnerships and regulatory matters and the structuring of public/private financing

Principal, B/D Development Consultants (2004 – 2008)

- Provided consultant services to developers of affordable housing. Services included project management, project feasibility analysis, land use entitlements, project financing, government and community relations

Chief of Staff / Senior Policy Advisor, San Diego City Councilman William D. Jones (1984-1988)

- Responsible for supervising staff and overseeing day to day operations of council office
- Advised councilman on public policy issues and matters before the City Council with special emphasis on redevelopment, affordable housing, economic development and land use matters

Chair, City of San Diego Planning Commission (2001 – 2009)

- Served as an appointed member of the Planning Commission. Chaired Planning Commission meetings, reviewed and made recommendations on general plan and community plan amendments, rezonings, land use, ordinances, and discretionary development permits

Honors/Affiliations

Member, State Bar of California

Member, San Diego County Bar Association

Member, Lambda Alpha International

Member, Torrey Pines Bank CRA Advisory Board, 2007 to 2010

Director, Wakeland Housing Corporation, 2009 to present

Member, Urban Land Institute

Instructor, UCSD Extension Studies, "Urban Planning & Development: Functional Processes & Functional Topics"

Instructor, UCSD Urban Studies Program, "Urban Economics and Design"

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Shinoff & Holtz**

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ROBERT M. MAHLOWITZ
Senior Counsel

California State Bar No. 160125, Admitted 1992

Education

Boston College School of Law, 1992, magna cum laude

University of Pennsylvania, 1987, cum laude

Practice Areas

Litigation, Public Entity, Land Use/Real Estate, Municipal Law/Government Relations



Bob Mahlowitz has practiced law in California since 1992, gaining expertise in CEQA/land use, local government and environmental law. He regularly advises clients on the transactional side of matters and has substantial expertise as a litigator in both state and federal court. Before moving to San Diego, Mr. Mahlowitz worked for many years with Los Angeles-based law firms specializing in local government law and litigating at the offices of Richards, Watson & Gershon; Weston & Benshoof; and Colantuono and Levin. He also lived in Palm Springs from 2003-2009, practicing law and real estate.

Land Use and Public Entity Advisory Experience

Stutz Artiano Shinoff & Holtz (San Diego, CA)
Senior Counsel

- Extensive CEQA advisory practice for cities of Del Mar and Murrieta, Los Angeles Community College District and Victor Valley Community College District.
- Served as lead counsel to the Del Mar City Council and a specially-appointed committee that prepared comments to a Draft EIR from the 22nd Agricultural District for a large convention center development project. Brown Act oversight of this committee.
- Prepare ordinances and revised municipal code chapters on an array of subjects including anti-smoking, tobacco sales control, regulation of medical marijuana dispensaries, pawnbrokers, massage technicians and establishments as well as city commissions and procedures.
- Oversaw a large caseload of state foreclosure actions resulting in settlement payments to enforce assessment district payments.

Colantuono and Levin (Los Angeles, CA)
Special Counsel

Contract assistant city attorney for cities such as Calabasas, La Habra Heights, Alameda and Lathrop. Advised regarding zoning, planning, land use and California's conflict of interest laws. Negotiated an amendment to Alameda's solid waste franchise agreement, advised cities regarding implementation of regional waste discharge requirements, negotiated agreements for BAAQMD funding for Alameda's waste franchisor to purchase and utilize all natural gas vehicles.

Weston, Benshoof, Rochefort, Rubalcava & MacCulsh (Los Angeles, CA)

(now the Los Angeles office of Alston & Byrd) Associate

Four years handling CEQA/land use litigation. Writ and administrative appeal experience in the CEQA and land use arena on matters involving the County and City of Los Angeles and Ventura and Santa Barbara Counties as lead agencies.

Richards, Watson & Gershon (Los Angeles, CA)

Associate - For two years worked representing public entity clients in areas such as LAFCO (Hidden Hills), municipal code enforcements (Beverly Hill).

Litigation Experience

Stutz Artlano Shinoff & Holtz (San Diego)

Senior Counsel

Guided the City of Murrieta Police Department through administrative challenge to massage technician and establishment licensees. Litigation involving challenge to a hospital district's compliance with California's Brown Act as well as tort claims challenges to that agency's employment dismissals. Practice in federal and state courts.

Orrick, Herrington & Sutcliffe (Los Angeles, CA)

Associate

Four years handling complex environmental, securities and intellectual property disputes for the Los Angeles office of an international law firm. 30-day trial, argued before the California Court of Appeals, filed numerous dispositive summary judgment motions and managed discovery practice for clients such as Rondor Music, Island Records, Home Shopping Network, USA Networks and Morgan Stanley.

Weston, Benshoof, Rochefort, Rubalcava & MacCulsh (Los Angeles, CA)

(now the Los Angeles office of Alston & Byrd) Associate

Four years of environmental litigation for private sector clients such as Mobil Oil, Unocal, Browning Ferris and McDonnell Douglas. RCRA, CERCLA and underground storage tank disputes. CEQA litigation on behalf of developers defending project approvals. Took and defended over 30 depositions. Drafted and argued numerous dispositive motions. Trial in Federal court, arbitration and set numerous state court trials.

Local Government Experience

In addition to his legal work for local governments, Mr. Mahlowitz was the initial chair of the Palm Springs Office of Neighborhoods.

He served on the Palm Springs Board of Realtors and was the City's representative on the All-Valley Chamber of Commerce Legislative Affairs Committee.

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Celebrating 30 Years

CHRISTINA M. CAMERON

Associate, Employed since 2008

California State Bar No. 256843, Admitted 2008

Education

University of California, San Diego, B.A., 1998

California Western School of Law, J.D., 2008

Practice Areas

Public Entity, Municipal Law/Government Relations, Land Use/Real Estate,
Employment



Christina Cameron has more than 19 years' experience in local government and politics in the San Diego region, during which she served as chief of staff to two City Councilmembers as well as primary staff to three separate San Diego City Council committees. She has advised elected officials and public entity clients on the promulgation of regulations related to elections and ballot propositions, open meetings requirements, public records requests, governmental ethics, major land code updates, California redevelopment law, real property transactions, and corporate governance. Ms. Cameron served as a staff consultant to city council committees related to land use and housing, rules and intergovernmental affairs, and the transition from "city manager" to "strong mayor" form of government.

Areas of Expertise

Open Government and Ethics. (Brown Act, Public Records, and AB 1234). Ms. Cameron advises and provides in-person training to public officials regarding governmental ethics laws. She advises large public entity clients regarding compliance with the Public Records Act and Ralph M. Brown Act and has litigated Brown Act compliance issues. She served on the drafting team for creation of the City of San Diego Ethics Ordinance and Ethics Commission (2001).

Campaign/Elections. Ms. Cameron analyzes proposed ballot initiatives and develops ballot language related to land use matters, taxation issues and charter amendments for both large and small municipalities, advises candidates on FPPC compliance and investigations, and enforces election and campaign laws in the City of San Diego.

Public Works/Construction. Ms. Cameron advises public entity clients regarding prevailing wage and public contracting laws including stop work actions and contract change orders. She reviews public works contracts and represents public entities in post-construction disputes including litigation.

Real Property/Redevelopment. Ms. Cameron has advised both municipalities and redevelopment corporations regarding compliance with California Community Redevelopment Law. She has drafted disposition development agreements, purchase and sale agreements, exclusive negotiating agreements, and affordable housing covenants. She has extensive experience with discretionary projects, voter-

approved land use matters, affordable housing, inclusionary housing, and condominium conversion. She served as primary advisor to Coastal Commissioner Scott Peters from 2002 to 2006.

Employment Law: Ms. Cameron provides advice on employment and personnel issues including public employee employment contracts, pre- and post-termination procedures and performance reviews. She has experience related to wrongful termination litigation including FEHA and EEOC employment discrimination matters.

Current/Former Roles for Public Agency Clients

San Diego Ethics Commission (2011). General Counsel. Ms. Cameron advises on open government (Public Records Act and Brown Act) laws as well as municipal ethics, campaign, election and lobbying laws, and municipal code revisions. She conducts enforcement investigations, acts as petitioner in administrative enforcement actions, and represents the Commission in court.

City of Murrieta (2008 - present). Deputy City Attorney. Ms. Cameron specializes in redevelopment, governmental ethics compliance, campaign and elections, development of Council policies, contract review and affordable housing.

City of Del Mar (2009 - present). Deputy City Attorney. Ms. Cameron conducts contract review, advises on governmental ethics laws, Brown Act compliance and parking regulations.

San Diego Community College District (2008 - present). Ms. Cameron advises regarding Public Records Act requests, subpoena responses, First Amendment speech issues, public works and construction, and land use matters. In addition, she is involved in contract review and environmental (CEQA) and public works litigation.

Southeastern Economic Development Corporation - redevelopment implementation (2009 - 2010). Deputy Corporate Counsel. Ms. Cameron advises on corporate governance, Brown Act and ethics compliance, retention and selection of outside counsel, redevelopment law, contract matters, development of board policies, crisis communications and planning.

City of San Diego (1988-1992 and 1993-2008). Chief of Staff to Councilmembers Harry Mathis (1993-2000) and Scott Peters (2000-2009). Ms. Cameron was responsible for all aspects of political and policy development and strategy, including municipal budgeting. Committee Consultant to City Council Committees related to Rules, Open Government and Intergovernmental Relations, Land Use and Housing, and Strong Mayor Transition. Ms. Cameron was responsible for all aspects of related policy development and Council committee consideration as well as codification of voter-approved ballot measures. Senior staff member for Mayor Maureen O'Connor (1986-1992) overseeing media affairs and community outreach.

Honors/Affiliations

Member, San Diego Defense Lawyers
Member, San Diego County Bar Association
Member, Council on Governmental Ethics Laws



SECTION 3 PROPOSED FEE FOR SERVICES

A. Proposed Retainer Fee

Firm shall be compensated based upon a negotiated basic retainer fee. Monthly work against the negotiated retainer shall be billed at a rate of \$250 per hour.

B. Billing Format Proposal

1) The firm proposes to provide legal services on an hourly basis, at the rates proposed below. The firm would consider negotiating a not to exceed contract amount commensurate with the legal scope of work involved in advising the Oversight Board.

2) The following rates apply to those attorneys who would be assigned to the City of Compton Oversight Board matters.

Blended Rate for Senior Counsel and Associates	\$250/hr
Paralegal	\$95/hr
Legal Secretaries	Not billed

Note: Private firm rates are \$350/hr - Partner; \$275/hr - Associate; and \$125/hr - Paralegal

3) Administrative Services: The firm will not bill for secretarial time or other administrative charges (routine word-processing and secretarial fees associated with the provision of legal services).

Other Costs

Travel on Oversight Board business reimbursable at 55.5¢ per mile. Does not include travel to and from Oversight Board meetings.

.15¢ in-house photocopy

Postage at cost

\$1 per page fax



SECTION 4 CLIENT/REFERENCE LIST

A. Name and Titles of References

Rick Dudley
City Manager, City of Murrieta
Tel: (951) 461-6002
Email: rdudley@murrieta.org

Jerry Groomes
Former President/CEO, Southeastern Economic Development Corporation
Tel: (310) 629-8112
Email: jggroomes@ca.rr.com

Mary Lanier
Former Community Development Director, City of Murrieta
Tel: (949) 701-1606
Email: melanier351@gmail.com

B. Nature of Work Performed/ Length of Working Relationship

City of Murrieta: Contract City Attorney services, including general counsel work for Redevelopment Agency and Successor Agency (2007 – Present).

Southeastern Economic Development Corporation: General corporate counsel legal services (2009 – Present).

**SECTION 5
CONFLICT OF INTEREST**

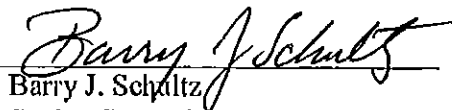
A. Statement of No Conflicts Of Interest

The undersigned authorized representative of Stutz Artiano Shinoff & Holtz APC hereby declares that no conflict of interest would exist between the City of Compton Oversight Board for the Successor Agency to the Redevelopment Agency and any current client of the firm if selected as Legal Counsel.

However, our conflicts check did reveal that a Jose Martinez is a plaintiff in a number of construction defect cases in which our firm represents a defendant party. It is unknown at this time as to whether this "Jose Martinez" is the same Jose Martinez which is a member of the Oversight Board.

I declare the foregoing disclosure to be true and correct:

Date: August 7, 2012

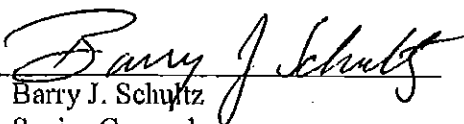
By: 
Title: Senior Counsel

B. Disclosure regarding County of Los Angeles, the California Redevelopment Association, City of Compton, Successor Agency to the City of Compton, or any entity that appointed a member of the Oversight Board.

The undersigned authorized representative of Stutz Artiano Shinoff & Holtz APC hereby declares that no conflict of interest exists between the County of Los Angeles, the California Redevelopment Association, City of Compton, Successor Agency to the City of Compton, or any entity that appointed a member of the Oversight Board if selected as Legal Counsel.

I declare the foregoing disclosure to be true and correct:

Date: August 7, 2012

By: 
Title: Senior Counsel

RESOLUTION NO. _____

A RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY FOR THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON APPROVING A RETAINER AGREEMENT WITH STUTZ ARTIANO SHINOFF & HOLTZ FOR LEGAL COUNSEL SERVICES TO THE COMPTON OVERSIGHT BOARD

WHEREAS, Per the Oversight Board Meeting held on May 10, 2012, the Board appointed an Ad-Hoc Committee comprised of Ms. Deborah Willard and Mr. Jose Martinez. Due to the retirement of Ms. Willard, Ms. Jesenia Sanchez was substituted into the Ad-hoc committee. On July 18, 2012, the committee presented a recommendation to the Oversight Board authorizing the Successor Agency staff to issue an RFP/Q for Legal Services for the Board; and

WHEREAS, On July 23, 2012, Successor agency staff issued the RFP/Q to ten (10) law firms that were identified by the Ad-hoc. On August 7, 2012, the Agency received two (2) proposals for legal counsel for the Board. The firms that submitted proposal were: Lagerlof, Senecal, Gosney & Kruse, LLP and the law firm of Stutz, Artiano, Shinoff & Holtz; and

WHEREAS, the Ad-hoc committee and Successor Agency staff have reviewed the proposals of both firms and determined that the firm of Stutz, Artiano, Shinoff & Holtz has the most experience in the field of Redevelopment, Land Use/Environmental and Affordable Housing law; and

WHEREAS, this firm has extensive experience with local governments, such as San Diego, Murrieta, Calabasas, Del Mar, La Habra Heights, Victor Valley District and others. Additionally, the firm's executive team currently serves in the capacity of Legal Counsel for the Oversight Board in the City of Desert Hot Springs and as Successor Agency counsel in the City of Murrieta; and

WHEREAS, for the reasons stated above, staff believes that the firm of Stutz, Artiano, Shinoff & Holtz is best suited to act as the Legal Counsel for the Compton Oversight Board. However, if the Oversight Board at any time is not satisfied with the services of this firm, they can provide Stutz, Artiano, Shinoff & Holtz with a written notice of your intent to terminate their agreement and direct Successor Agency staff to issue a new RFP/Q for legal services for the Board; and

WHEREAS, the approval of these funds will have no impact on the City of Compton's General Fund. The Successor Agency has funds available within its ROPS 2 budget. These funds will be allocated to these legal services through an amendment of ROPS 2. Upon completion of the amendment, the Successor Agency's funds will be available in account number 1201-91-0000-4269 in the amount of \$50,000.

NOW, THEREFORE, THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY OF THE CITY OF COMPTON, HEREBY FINDS, DETERMINES, RESOLVE, AND ORDERS AS FOLLOWS:

Section 1. That the above recitals are hereby true and correct and are a substantive part of this resolution.

Section 2. That this resolution is adopted pursuant to Health and Safety Code Section 34177.

Section 3. That the Oversight Board hereby approves a retainer agreement in the amount of \$50,000 with Stutz, Artiano, Shinoff & Holtz to provide legal counsel services for the Compton Oversight Board and staff direct Successor Agency staff.

Section 4. That the approval of these funds will have no impact on the City of

Compton’s General Fund. The Successor Agency has funds available within its ROPS 2 budget. These funds will be allocated to these legal services through an amendment of ROPS 2. Upon completion of the amendment, the Successor Agency’s funds will be available in account number 1201-91-0000-4269 in the amount of \$50,000.

Section 5. That the officers and staff of the Oversight Board and the Successor Agency staff are hereby authorized and directed, jointly and severally, to prepare and enter into an agreement as agreed upon by all parties and to do any and all things which they may deem necessary or advisable to effectuate this resolution.

Section 6. That a certified copy of this resolution shall be filed in the offices of the Executive Director of the Successor Agency.

ADOPTED this ____ day of _____, 2012.

**CHAIRPERSON OF THE OVERSIGHT BOARD
TO THE SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY OF THE CITY OF COMPTON**

ATTEST:

**DEPUTY CLERK
LOS ANGELES COUNTY BOARD OF SUPERVISORS
ACTING AS SECRETARY TO THE OVERSIGHT
BOARD TO THE SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY OF THE CITY OF COMPTON**

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES
CITY OF COMPTON: ss

I, _____, Secretary to the Oversight Board to the Successor Agency to the Community Redevelopment Agency of the City of Compton, hereby certify that the foregoing resolution was adopted by the Board, signed by the Chairperson, and attested by the Secretary at the regular meeting thereof held on the ____ day of _____, 2012.

That said resolution was adopted by the following vote, to wit:

AYES: BOARD MEMBERS -
NOES: BOARD MEMBERS -
ABSENT: BOARD MEMBERS -

**DEPUTY CLERK
LOS ANGELES COUNTY BOARD OF SUPERVISORS
ACTING AS SECRETARY TO THE OVERSIGHT
BOARD TO THE SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY OF THE CITY OF COMPTON**